

SPIDERMAN  
SPECIAL

72  
BIG  
PAGES

MARVEL  
COMICS  
GROUP

25¢ 3  
IND. NOV

KING-SIZE SPECIAL!

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

# the AMAZING SPIDER-MAN

ALL  
NEW

SPIDEY  
FACES  
THE  
MIGHTY  
AVENGERS!

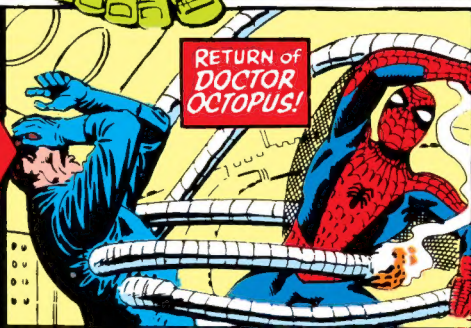
THE  
INCREDIBLE  
HULK!  
'NUFF  
SAID!



**PLUS...**  
THE MOST ACTION-PACKED  
OF ALL THE DOC OCK OPUSES!  
BOTH IN ONE BOOK FOR THE  
FIRST TIME! SEE WHY  
**DOCTOR OCTOPUS**  
HAS BEEN CALLED THE  
GREATEST VILLAIN OF ALL!

RETURN OF  
DOCTOR  
OCTOPUS!

UNMASKED  
BY  
DOCTOR  
OCTOPUS!





# THE AMAZING SPIDER-MAN!

## "...TO BECOME AN AVENGER!"

GUEST-STARRING:  
THE  
INCREDIBLE  
HULK

AT AN EXTRAORDINARY  
EXECUTIVE SESSION  
OF THE MIGHTY AVENGERS,  
WE FIND--

WE'VE STUDIED THAT PHOTO OF  
SPIDER-MAN LONG ENOUGH!  
IT'S TIME TO DECIDE WHETHER  
TO OFFER HIM AVENGERS  
MEMBERSHIP!

I VOTE YES!  
WHAT'S THE  
SENSE OF  
WASTIN' TIME?  
HE'S A REAL  
SWINGER, AND  
ME, I DIG  
HIS STYLE!

BUT YOU TEND  
TO IDENTIFY  
WITH HIM,  
HAWKEYE,  
BECAUSE HE,  
TOO, HAS BEEN  
WANTED BY  
THE LAW!

I VOTE NO!  
I HATE ANY-  
THING TO  
DO WITH  
SPIDERS!

HE MUST BE  
CAREFULLY  
TESTED! IT'S  
THE ONLY  
FAIR WAY!

TO MOST OF US  
HE IS STILL A  
NAMELESS  
ENIGMA!

WE MUST LEARN  
WHETHER SPIDER-  
MAN CAN TRULY  
BE TRUSTED!

IT'S A MOMENTOUS  
DECISION! WE  
DARE NOT MAKE  
A MISTAKE!

HOW'S  
THIS  
FOR A  
ZINGY  
COMBO?

SCRIPT WRITIN' BY **SMILIN' STAN LEE**  
LAYOUTS BY **JAZZY JOHNNY ROMITA**  
PENCILIN' BY **DASHIN' DONNIE HECK**  
INKIN' BY **MIRTHFUL MICKEY DEMEO**  
LETTERIN' BY **ADORABLE ARTIE SIMEK**





I SUGGEST WE AGREE UPON A **TEST** FOR HIM TO PERFORM!

SOMETHING EASY--LIKE SWINGING TO THE MOON--ON HIS WEB!

WHAT'S **BUGGIN'** YOU, CAP? YOU'RE NOT EXACTLY JUMPIN' FOR JOY!

WE ONLY TEST AN APPLICANT **AFTER** WE DECIDE WE **WANT** HIM!

BUT, IN **SPIDER-MAN'S** CASE--



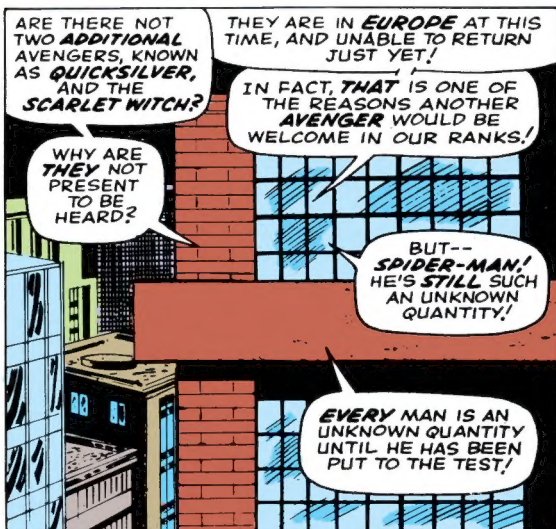
--THERE STILL SEEMS TO BE SOME **DOUBT** AMONG US!

**IRON MAN** AND **THOR** LEFT OTHER PRESSING MATTERS TO ANSWER OUR SUMMONS! LET'S HEAR FROM **THEM!**

THEN WHAT DO WE DO **NEXT?**

IF ONLY WE KNEW MORE **ABOUT** SPIDER-MAN! BUT HE'S ALWAYS BEEN A **LOVER!**

WAIT! I HAVE A QUESTION!



ARE THERE NOT TWO **ADDITIONAL** AVENGERS, KNOWN AS **QUICKSILVER**, AND THE **SCARLET WITCH?**

THEY ARE IN **EUROPE** AT THIS TIME, AND UNABLE TO RETURN JUST YET!

IN FACT, **THAT** IS ONE OF THE REASONS ANOTHER **AVENGER** WOULD BE WELCOME IN OUR RANKS!

WHY ARE **THEY** NOT PRESENT TO BE HEARD?

BUT--**SPIDER-MAN!** HE'S **STILL** SUCH AN UNKNOWN QUANTITY!

**EVERY** MAN IS AN UNKNOWN QUANTITY UNTIL HE HAS BEEN PUT TO THE TEST!



WE MERELY GO AROUND IN CIRCLES!

LET US CONDUCT THIS MEETING WITH TRUE **AVENGERS** DISCIPLINE!

THERE MUST BE A **CHAIRMAN** IN CHARGE!

ACCORDING TO THE **DUTY ROSTER** LIST, IT'S CAP'S TURN!

**SO BE IT!** LET **CAPTAIN AMERICA** NOW ASSUME COMMAND!



I HAVE A **SUGGESTION** TO MAKE--

BEFORE **TESTING** SPIDER-MAN, LET US FIRST LEARN A LITTLE MORE **ABOUT** HIM!

THAT MAKES SENSE TO **ME!** AND I JUST THOUGHT OF A WAY TO **DO** IT--

THERE'S **ONE** GUY WHO'S MET SPIDEY A **FEW** TIMES--AND FOUGHT BOTH **WITH** 'IM AND **AGAINST** 'IM!

I SAY WE SEND FOR--**DAREDEVIL!**



**GOOD IDEA!** I'D JUST **LOVE** TO KNOW IF HE'S AS DREAMY-LOOKING IN PERSON AS I **HEARD** HE IS!

THAT WILL BE ENOUGH OF **THAT**, YOUNG LADY!

I'LL GO ALONG WITH **HAWKEYE!**

HE'S SAID TO BE **HYPER-SENSITIVE** TO SOUNDS AND IMPULSES!

BUT, HOW DO WE **FIND** DAREDEVIL?

**GOOD!** THAT'S ALL WE NEED TO **KNOW!**

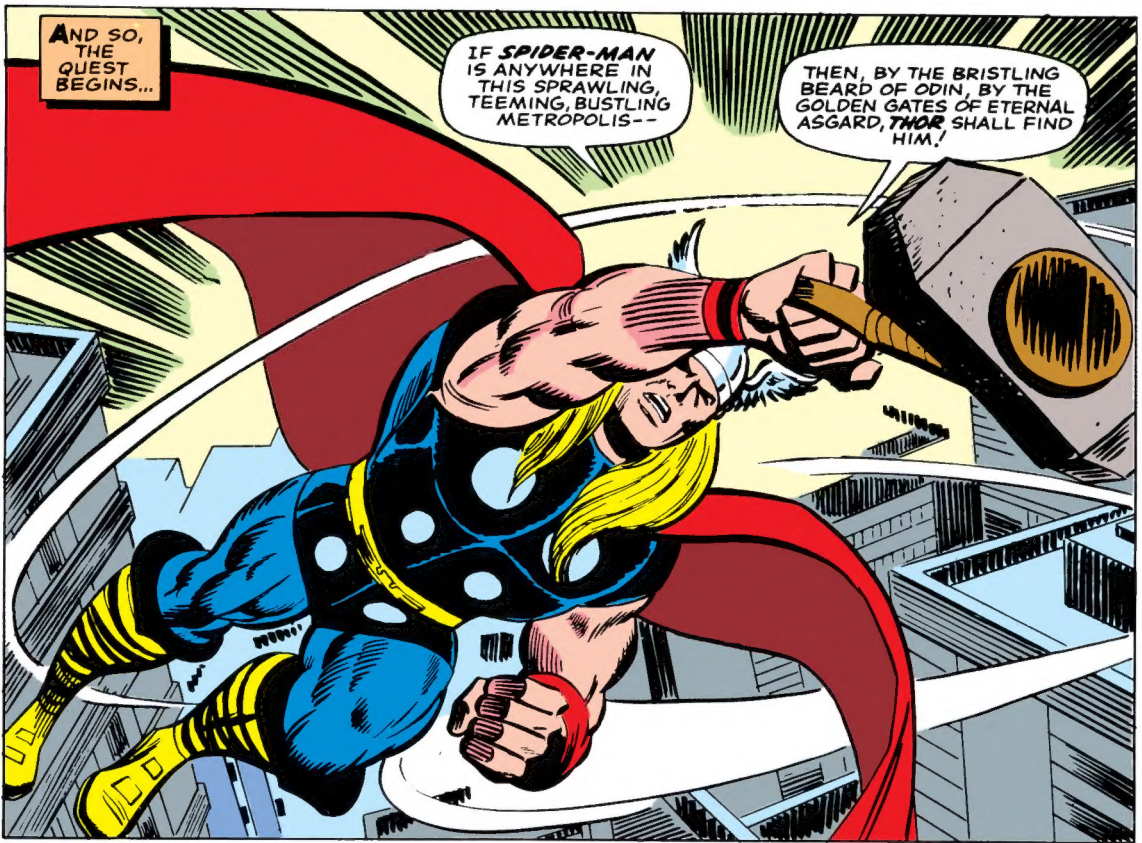
**TIME** IS OF THE ESSENCE!

SPELL IT OUT, **BIG MAN!**









AND SO,  
THE  
QUEST  
BEGINS...

IF **SPIDER-MAN**  
IS ANYWHERE IN  
THIS SPRAWLING,  
TEEMING, BUSTLING  
METROPOLIS--

THEN, BY THE BRISTLING  
BEARD OF ODIN, BY THE  
GOLDEN GATES OF ETERNAL  
ASGARD, **THOR** SHALL FIND  
HIM!



**OTHERS, TOO, TAKE UP THE SEARCH FOR SPIDER-MAN--** THOUGH NOT NECESSARILY WITH THE SAME GRANDILOQUENCE AS THE GOD OF THUNDER--

CAP WAS **RIGHT!** I  
GUESS I **DO** KINDA  
IDENTIFY WITH THAT  
MASKED WEB-  
SLINGER!

HE'S ALWAYS IN  
TROUBLE WITH  
THE POLICE--OR  
SOMEONE--JUST  
THE WAY I  
USED'TA BE!

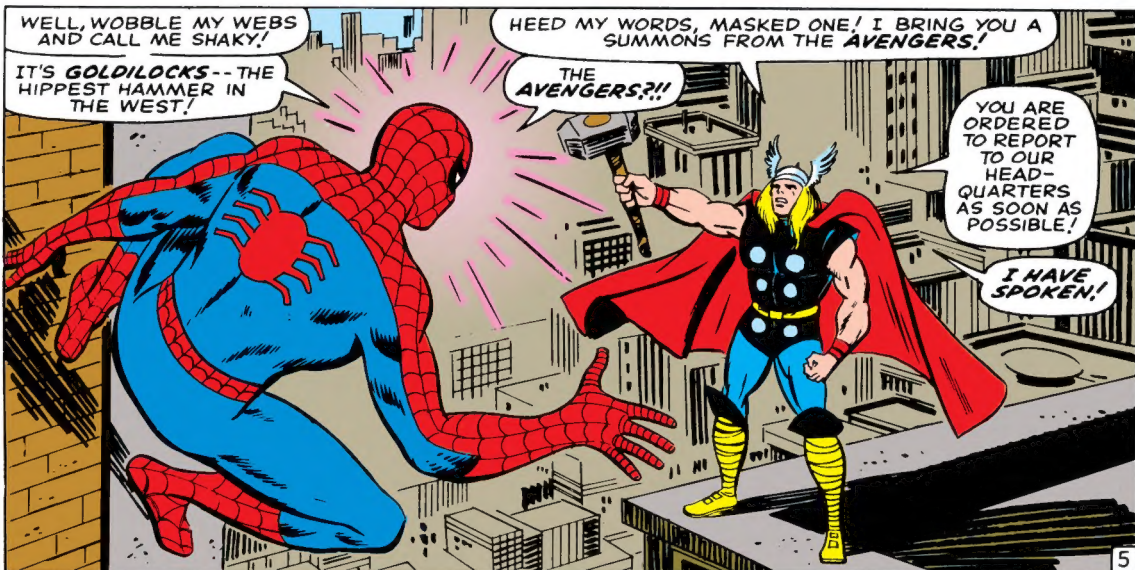
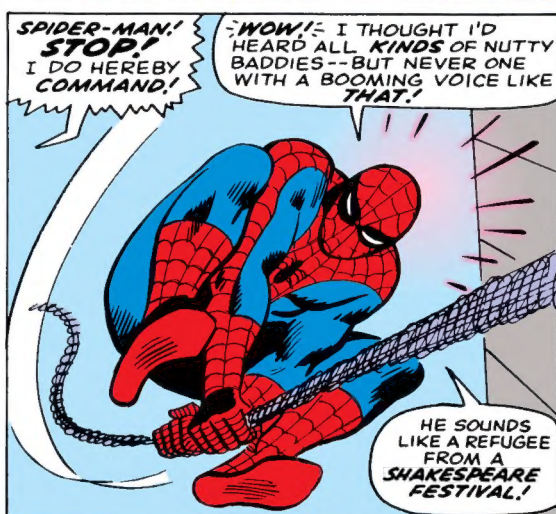
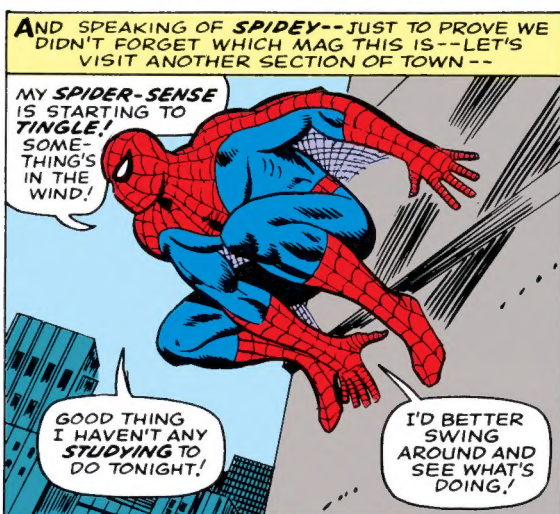
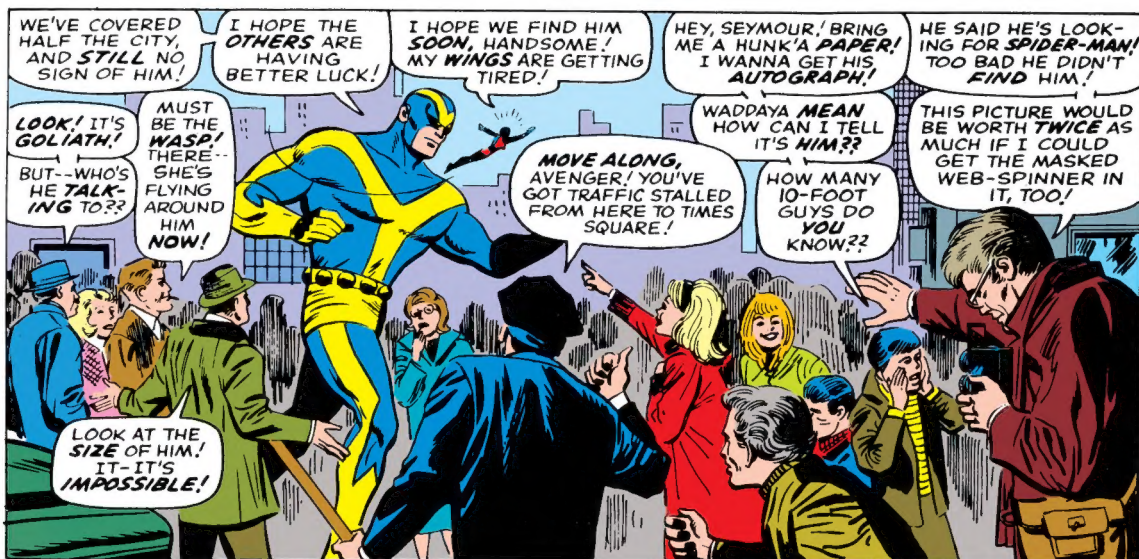
AND YET,  
I GET THE  
FEELIN'  
THAT  
SPIDEY'S A  
GUY YOU  
CAN **TRUST**  
WITH YOUR  
LAST  
SAWBUCK!



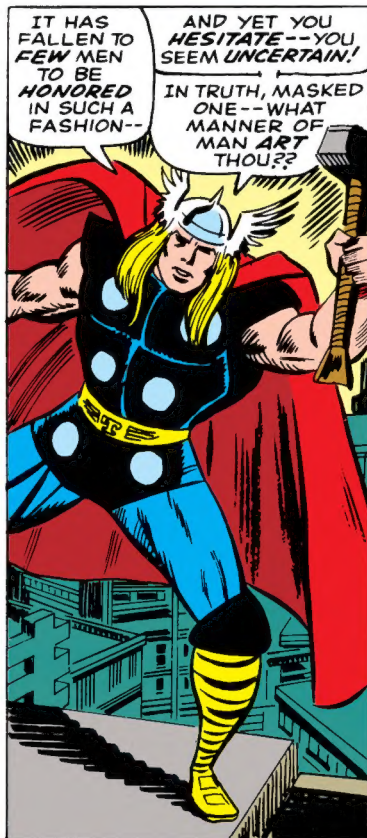
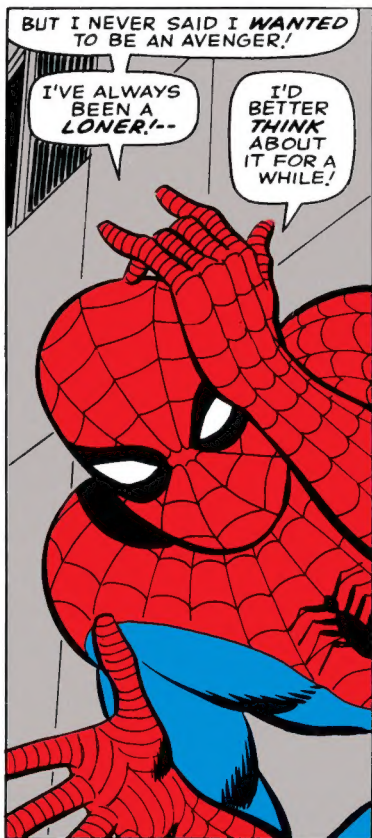
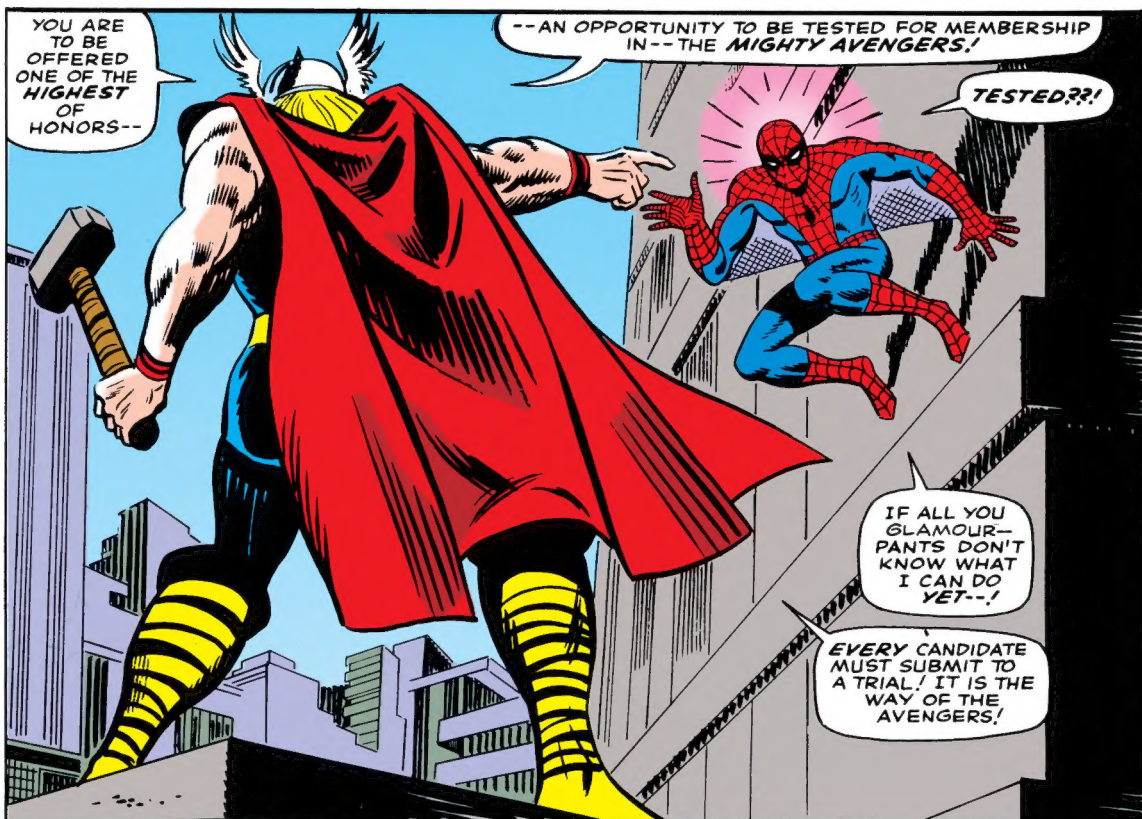
SINCE **THOR**  
AND I ARE  
UNABLE TO DEVOTE  
FULL TIME TO THE  
AVENGERS, **SPIDER-  
MAN** COULD BE  
JUST WHAT THEY  
NEED!

BUT THERE'S  
NO TELLING  
**WHAT** HIS  
ANSWER WILL  
BE--**IF** WE  
MANAGE TO  
**FIND** HIM!

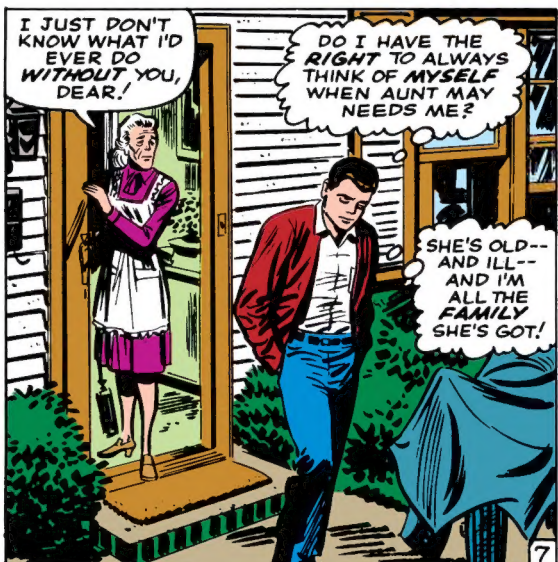
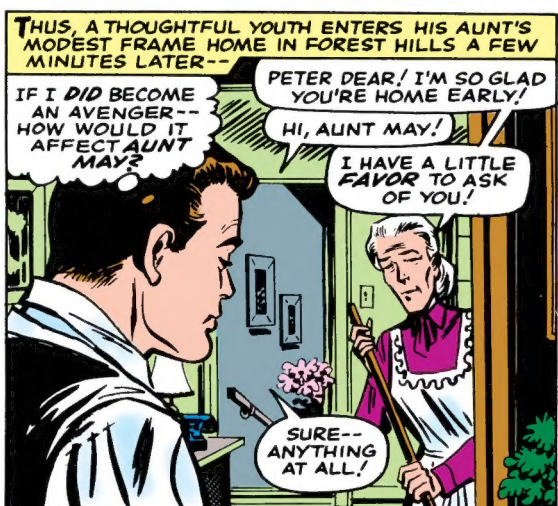
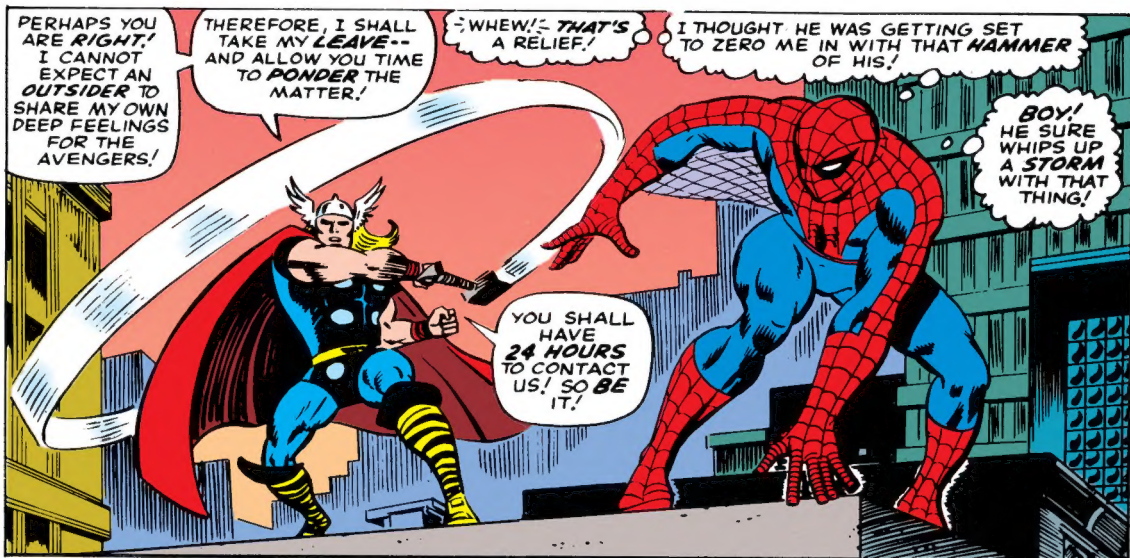




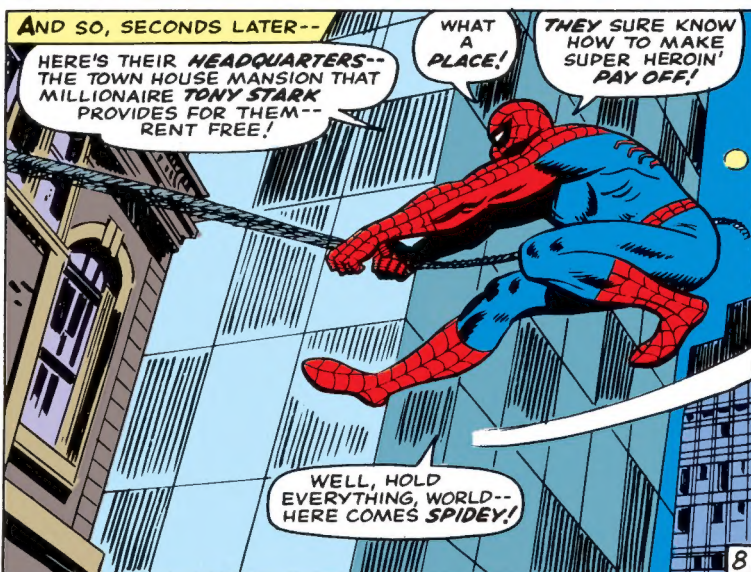
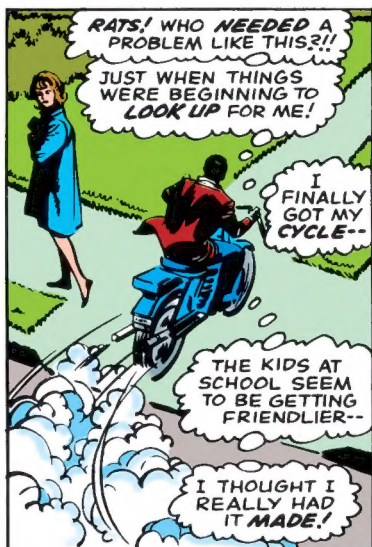
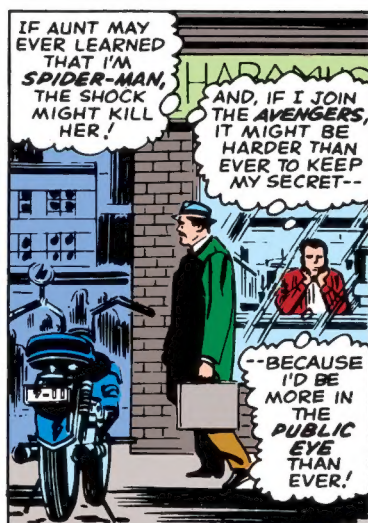
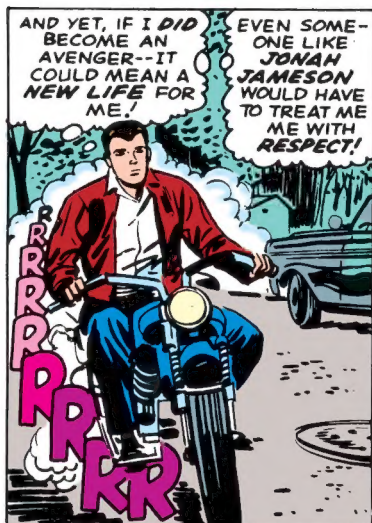














AND THEN--A SCENE THAT SHALL LIVE FOREVER IN THE HEARTS AND MEMORIES OF SPIDOPHILES EVERYWHERE! THE FIRST OFFICIAL MEETING OF THE MIGHTY AVENGERS--AND YOUR FRIENDLY NEIGHBORHOOD WEB-SPINNER--!

WELCOME, SPIDER-MAN! AS **ACTING CHAIRMAN**, PRO TEM, FOR THIS MONTHLY SESSION, I GREET YOU IN THE NAME OF THE ASSEMBLED **AVENGERS!**

AND NOW, I'D LIKE TO INTRODUCE YOU TO THE **OTHERS** OF OUR TEAM!

IF HE CAN'T **RECOGNIZE** US BY SIGHT, CAP--THEN HE'S NOT THE MAN WE'RE **LOOKING** FOR!

NEEDLESS TO SAY, I'M **GOLIATH!** I WANT TO WISH YOU **LUCK** ON YOUR TRYOUT WITH US, FELLA--PERSONALLY, I HOPE YOU **MAKE IT!**

AND I'M SURE THE **WASP** ECHOES MY SENTIMENTS!

DON'T LAY IT ON **TOO THICK**, BLUE EYES! SPIDER-MAN WILL **NEVER** BE MY FAVORITE PERSON-- BUT I'LL RESERVE JUDGEMENT TILL LATER!

THE NAME'S **HAWKEYE**, MISTER--AND AS FAR AS I'M CONCERNED, YOU'RE A **SHOO-IN** FOR APPROVAL!

WOW! YOU ALL SURE COME ON **STRONG!**

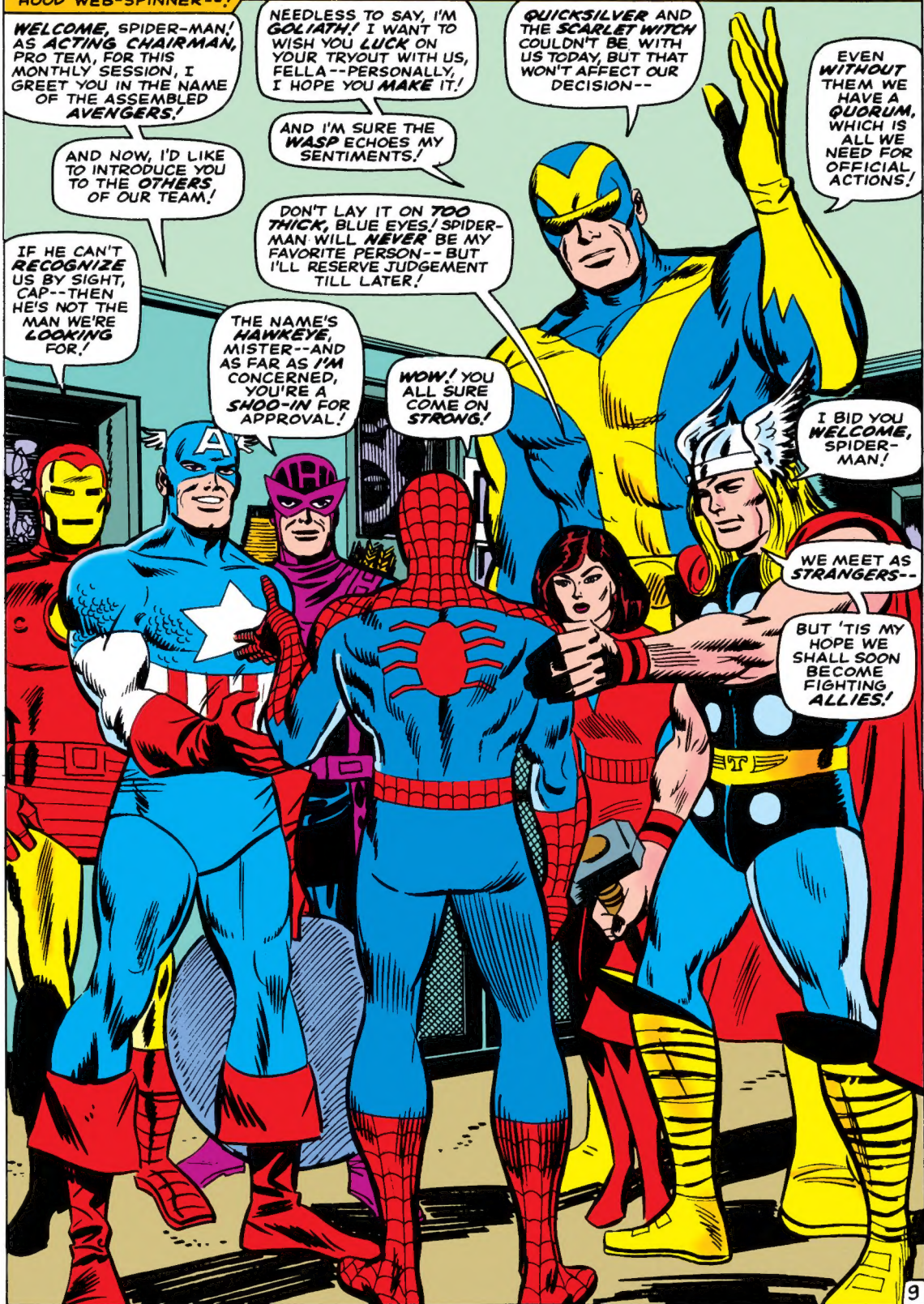
**QUICKSILVER** AND THE **SCARLET WITCH** COULDN'T BE WITH US TODAY, BUT THAT WON'T AFFECT OUR DECISION--

EVEN **WITHOUT** THEM WE HAVE A **QUORUM**, WHICH IS ALL WE NEED FOR OFFICIAL ACTIONS!

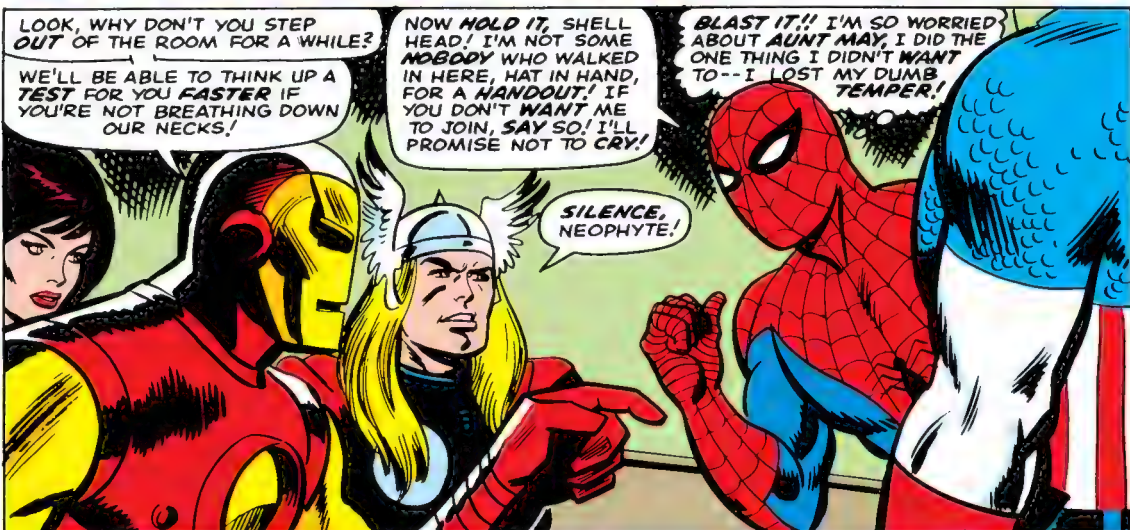
I BID YOU **WELCOME**, SPIDER-MAN!

WE MEET AS **STRANGERS--**

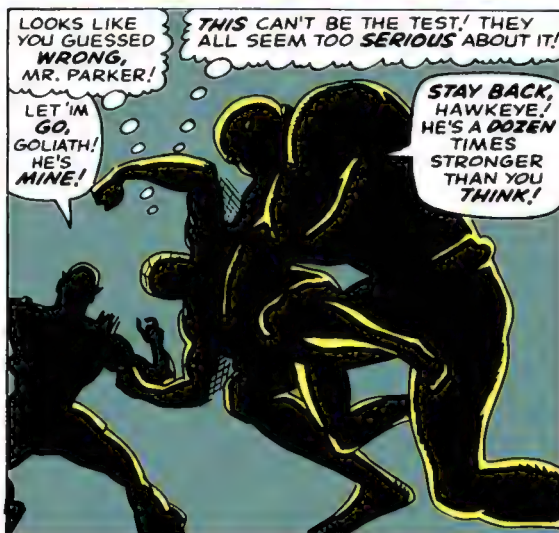
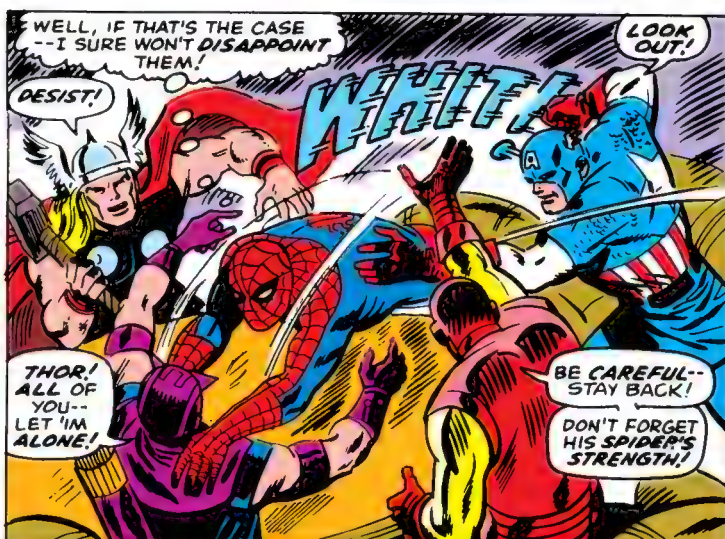
BUT 'TIS MY HOPE WE SHALL SOON BECOME **FIGHTING ALLIES!**







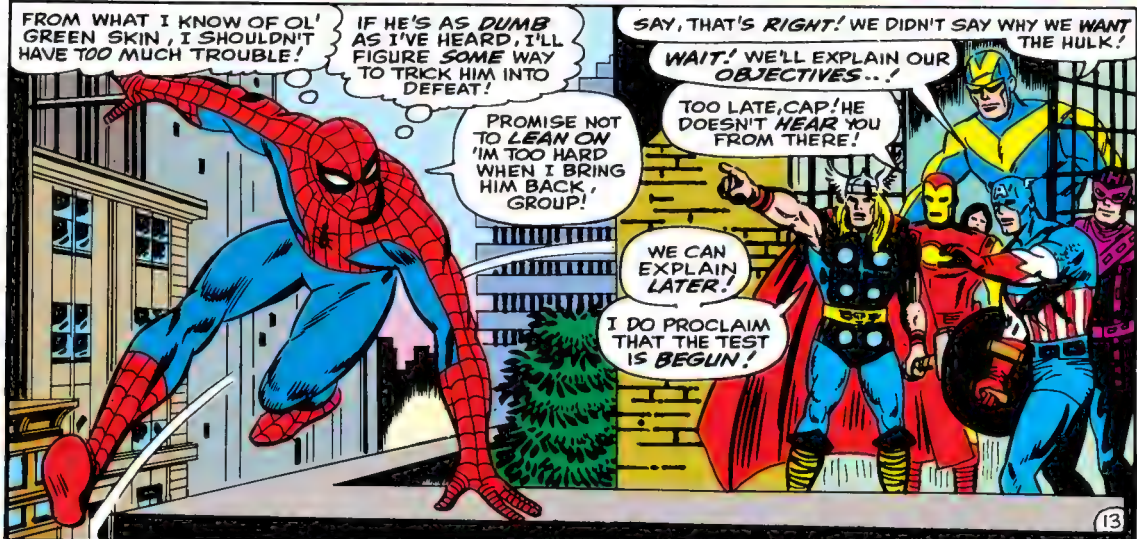




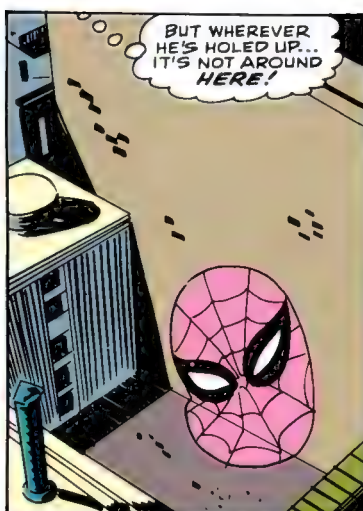




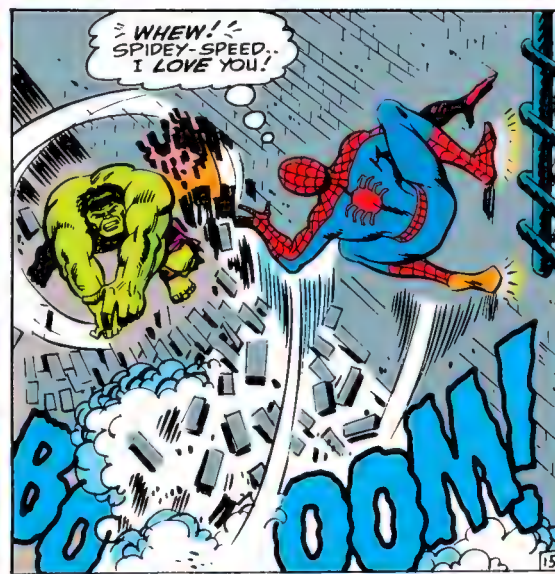
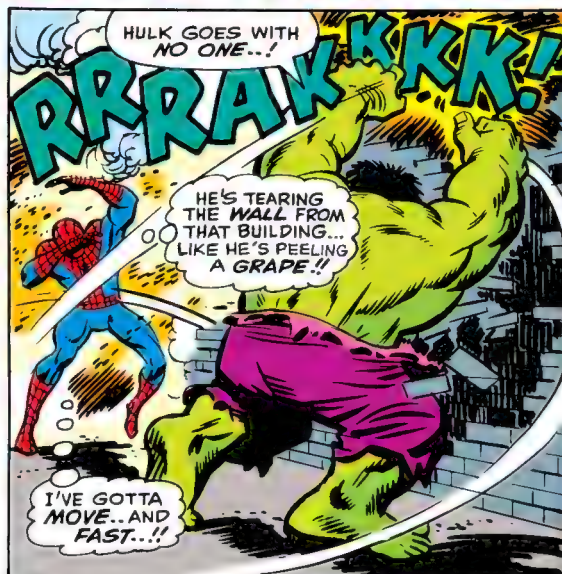
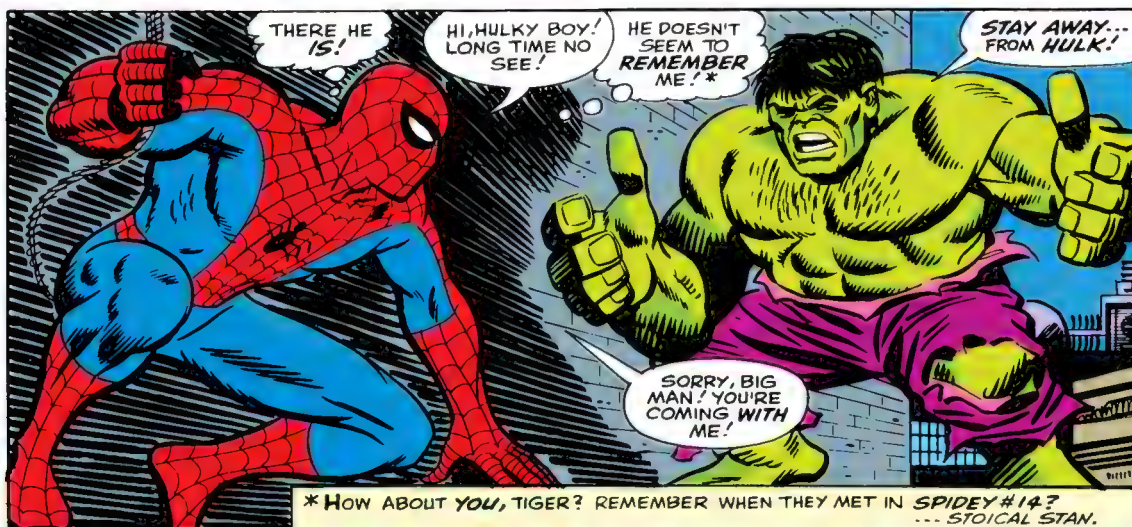
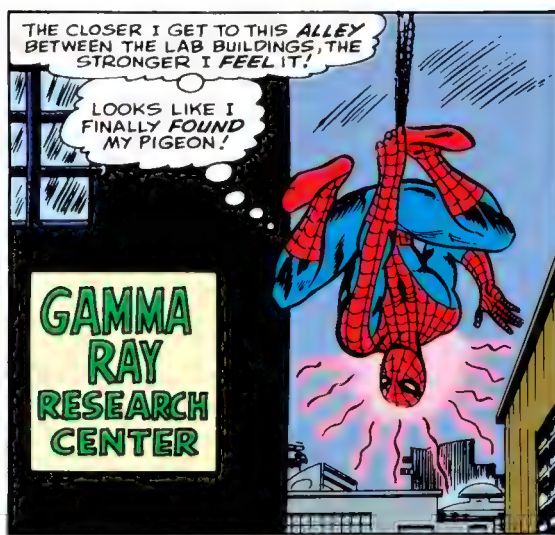
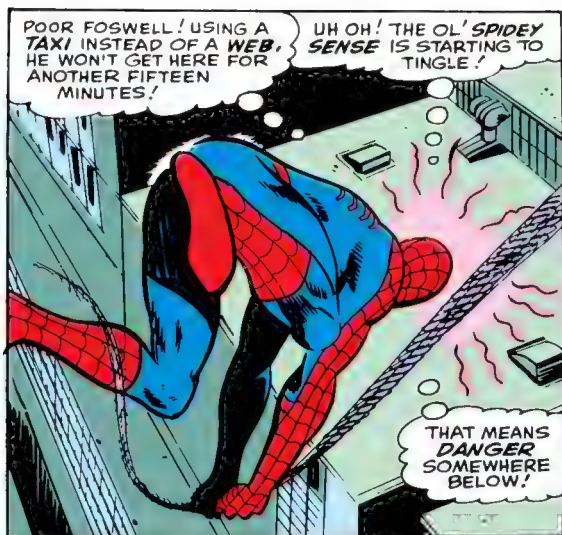




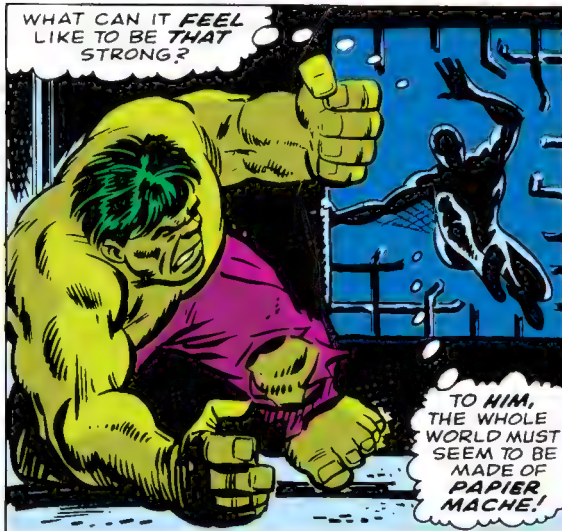




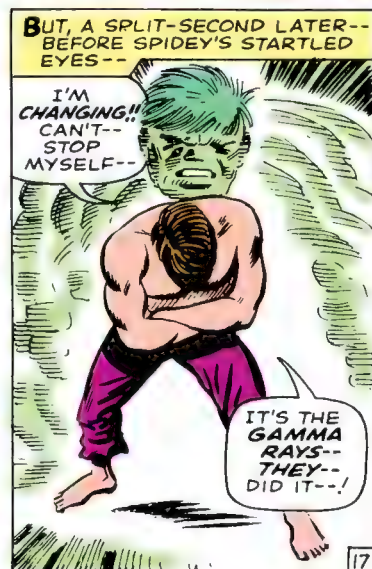
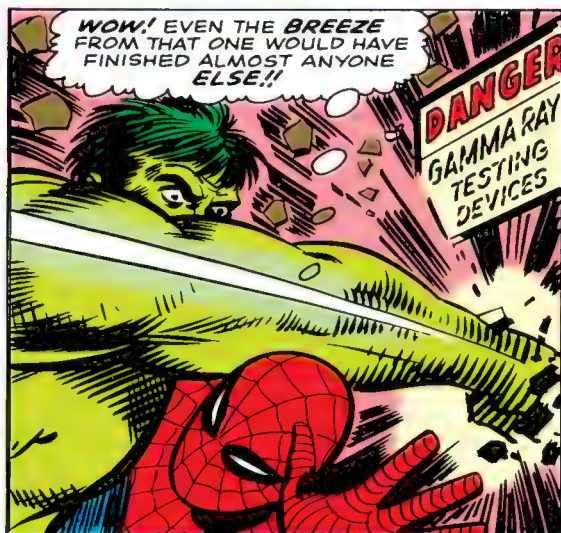
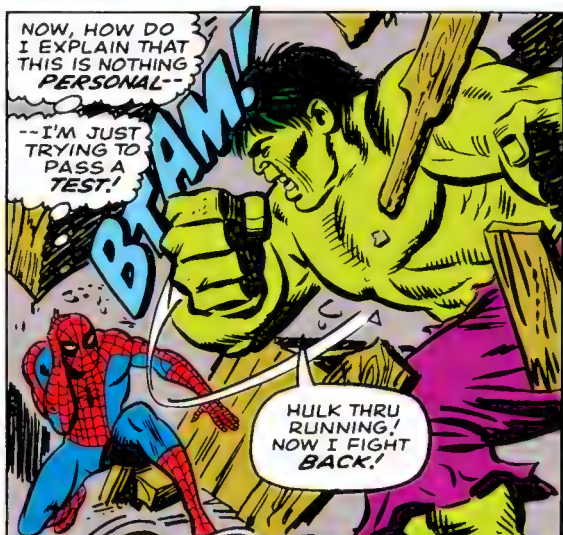
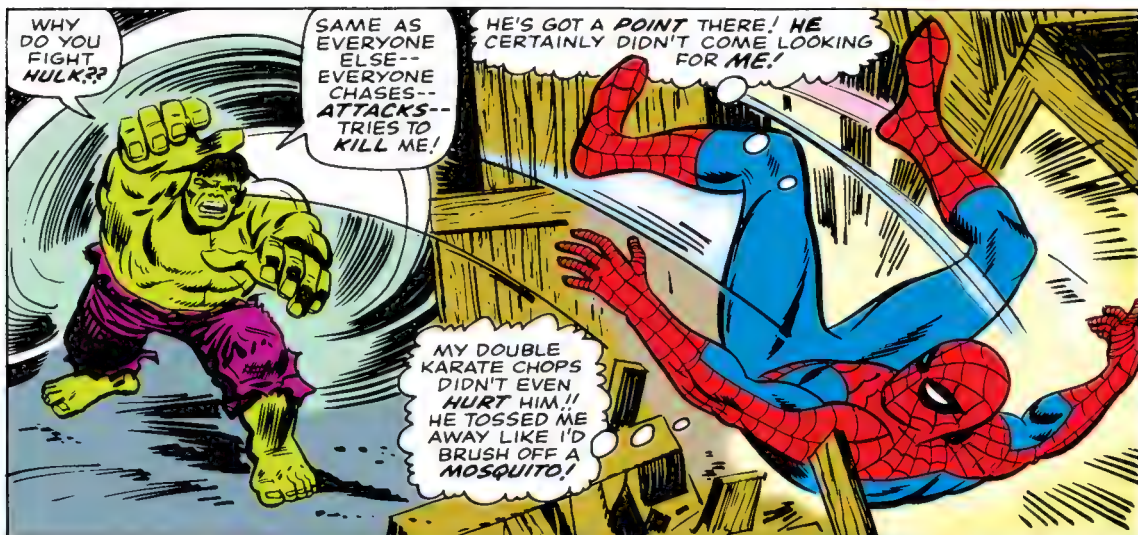
















HOLY WOBBLIN' WEBS!! WHO ARE YOU??

WHAT'S THE DIFFERENCE? I WON'T REMAIN THIS WAY LONG ENOUGH FOR IT TO MATTER!

BUT, JUST FOR THE RECORD--THE NAME IS **BANNER--DR. BRUCE BANNER!**



I'VE HEARD OF YOU! YOU'RE ONE OF THE TOP ATOMIC SCIENTISTS IN THE WESTERN WORLD!

BUT I DON'T GET IT!! HOW? WHY--??

IT WAS AN ACCIDENT--LONG AGO--



I WAS WORKING ON **GAMMA RAYS**--CAUGHT IN BLAST--TURNED ME INTO--**HULK!**

I KEEP CHANGING--BACK AND FORTH--CAN'T CONTROL IT! TRY NOT TO CAUSE HARM--BUT--NIGHTMARE NEVER ENDS--!

HE'S NOT PUTTING ME ON! HE MEANS IT!

IT'S LIKE--**JEKYLL AND HYDE!**



HE'S **NOT** REALLY BAD! THE GREAT DR. BANNER JUST COULDN'T BE!

WHEN I WAS--THE **HULK**--WHY DIDN'T YOU DESTROY ME?? IT WOULD HAVE BEEN--**BEST**--FOR EVERYONE--IF YOU HAD--!



DESTROY YOU? I WAS LUCKY YOU DIDN'T MAKE MINCEMEAT OUT OF ME!

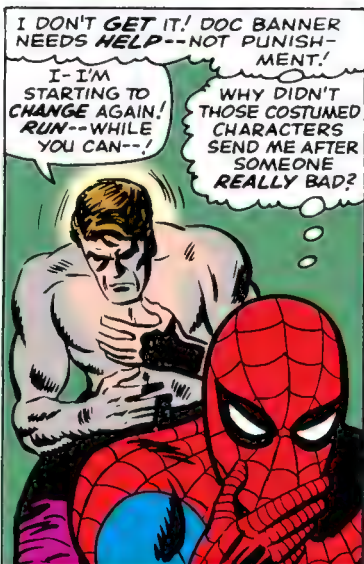
THE **AVENGERS**? I-I DON'T KNOW--

BUT TELL ME--WHY DO THE **AVENGERS** WANT YOU?



WHEN I CHANGE--FROM ONE IDENTITY TO THE OTHER--MY MEMORY IS **HAZY**--HARD TO PICK UP THE PIECES--

IT FIGURES!



I DON'T GET IT! DOC BANNER NEEDS **HELP**--NOT PUNISHMENT!

I-I'M STARTING TO CHANGE AGAIN! RUN--WHILE YOU CAN--!

WHY DIDN'T THOSE COSTUMED CHARACTERS SEND ME AFTER SOMEONE REALLY BAD?



**HURRY!!** I-I CAN'T CONTROL MY ACTIONS--WHEN I BECOME--THE **HULK**--!

DR. BANNER--!

NO--YOU'RE **NOT** DR. BANNER--ANYMORE!

**RUN!!** MY FULL STRENGTH ISN'T REACHED--FOR FIRST FEW MINUTES--!!



AND THEN--I-I--I AM--THE **HULK**!!

**HAH!** WEAKLING **BANNER**--IS GONE! ONLY **HULK** REMAINS!!



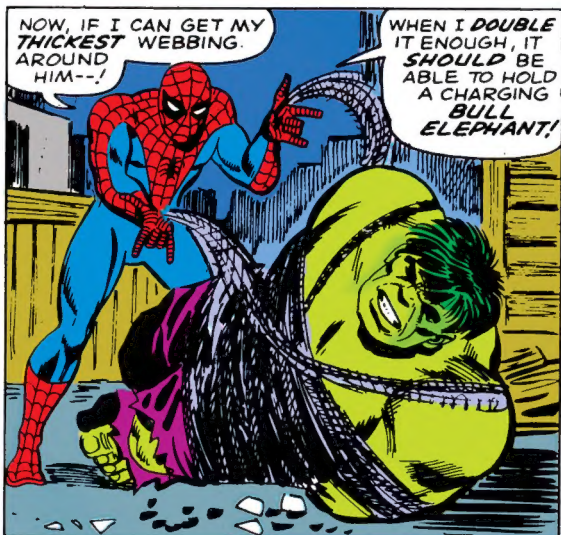


NOW'S MY CHANCE! HE TOLD ME *HIMSELF* THAT HE DOESN'T ATTAIN HIS *FULL* STRENGTH FOR MINUTES AFTER HIS CHANGE!

IF I CAN MOVE *FAST* ENOUGH-- HIT *HARD* ENOUGH--I'LL GET HIM!



I DID IT! I STAGGERED THE HULK!!



NOW, IF I CAN GET MY *THICKEST* WEBBING. AROUND HIM--!

WHEN I *DOUBLE* IT ENOUGH, IT *SHOULD* BE ABLE TO HOLD A CHARGING *BULL* ELEPHANT!



BUT--THE WAY HE'S *LOOKING* AT ME! LIKE A WOUNDED *BEAST*--NOT KNOWING WHY HE'S BEEN HUNTED --OR HURT--!

BURIED SOMEWHERE INSIDE THAT CLOUDED BRAIN IS ONE OF THE GREATEST *INTELLECTS* OF OUR TIME!

A MAN LIKE *DR. BANNER* DESERVES SOMETHING BETTER-- THAN *THIS*--!



I CAN'T DO IT! I *CAN'T* TURN HIM OVER TO THE *AVENGERS*!

MAYBE I'M *WRONG*! MAYBE HE *SHOULD* BE THEIR CAPTIVE! BUT THERE'S MORE TO THIS POOR, TORTURED BEING THAN MEETS THE EYE--!

AND I'M NOT PUTTING MYSELF UP AS JUDGE AND JURY!

NO ONE TIES UP HULK!

I'M SETTING HIM *FREE*!

UH-OH! HE'S STARTING TO *STRUGGLE*--!



I DIDN'T HAVE TO UNTIE HIM!! HIS STRENGTH *RETURNED*! HE BUSTED MY WEBBING LIKE IT WASN'T *THERE*!!

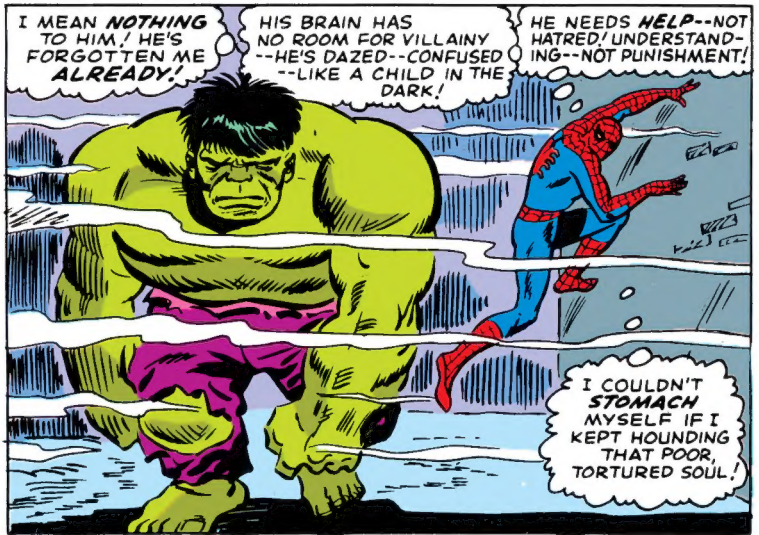
HULK MUST BE *FREE*!





NOTHING  
STOPS  
HULK!!  
NOTHING!

UNHHH!!- AND  
I'M NOT ABOUT  
TO ARGUE WITH  
THOSE  
SENTIMENTS!

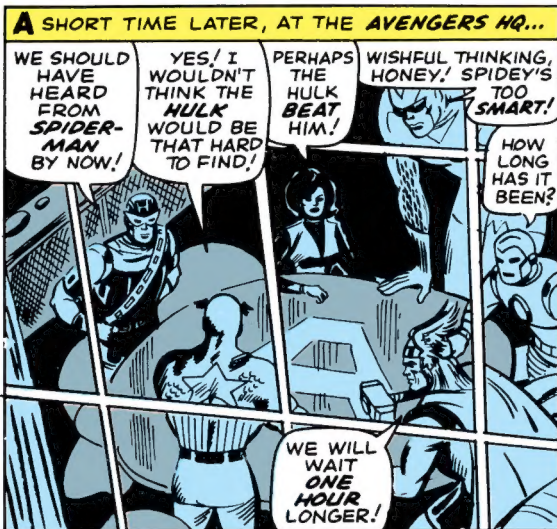


I MEAN NOTHING  
TO HIM! HE'S  
FORGOTTEN ME  
ALREADY!

HIS BRAIN HAS  
NO ROOM FOR VILLAINY  
--HE'S DAZED--CONFUSED  
--LIKE A CHILD IN THE  
DARK!

HE NEEDS HELP--NOT  
HATRED! UNDERSTAND-  
ING--NOT PUNISHMENT!

I COULDN'T  
STOMACH  
MYSELF IF I  
KEPT HOUNDING  
THAT POOR,  
TORTURED SOUL!



A SHORT TIME LATER, AT THE AVENGERS HQ...

WE SHOULD  
HAVE  
HEARD  
FROM  
SPIDER-  
MAN  
BY NOW!

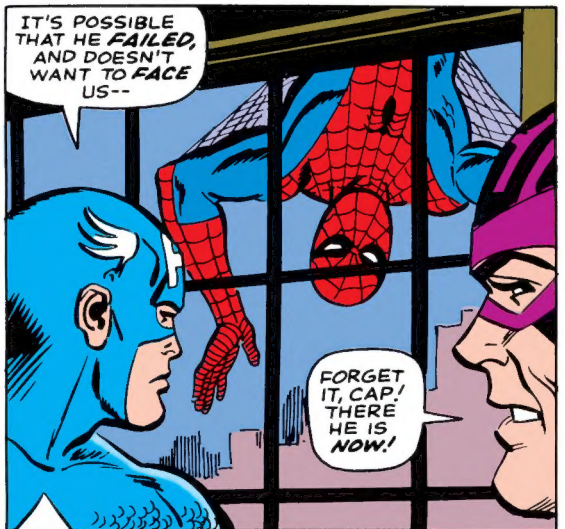
YES! I  
WOULDN'T  
THINK THE  
HULK  
WOULD BE  
THAT HARD  
TO FIND!

PERHAPS  
THE HULK  
BEAT  
HIM!

WISHFUL THINKING,  
HONEY! SPIDEY'S  
TOO  
SMART!

HOW  
LONG  
HAS IT  
BEEN?

WE WILL  
WAIT  
ONE  
HOUR  
LONGER!



IT'S POSSIBLE  
THAT HE FAILED,  
AND DOESN'T  
WANT TO FACE  
US--

FORGET  
IT, CAP!  
THERE  
HE IS  
NOW!



WHERE'S THE  
HULK? WHAT  
HAPPENED?

HE'S NOT  
COMING IN!

LOOKS LIKE YOU GENTS'LL HAVE TO DO YOUR  
AVENGING WITHOUT ME!

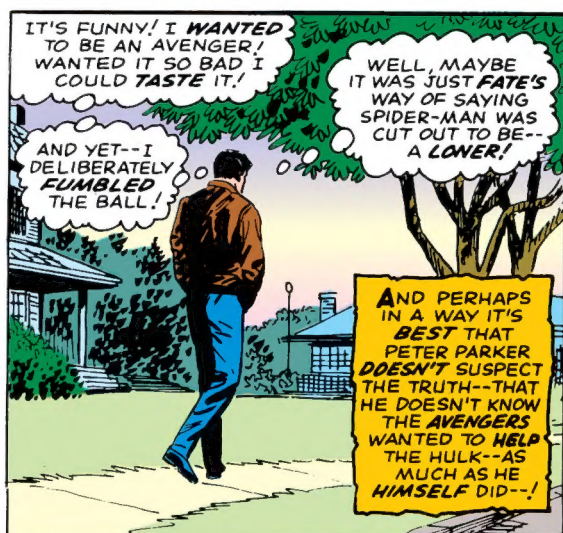
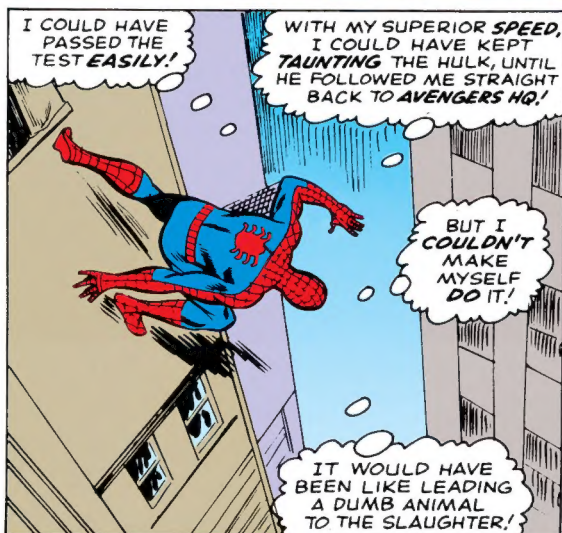
LOOKS  
LIKE  
NO  
SHOW  
TO ME!

WAIT!  
WHERE  
ARE YOU  
GOING?

I COULDN'T  
EVEN FIND THAT  
BIG GREEN GLOOP!

SO THIS IS  
YOUR FRIENDLY  
NEIGHBORHOOD  
SPIDER-MAN,  
SIGNING OFF  
FOR NOW!









Tyrant  
Lizard  
King

EMPIRE